THE PALMERAIE SCOTTSDALE

Development Plan Amendment and Planned Shared Development Overlay

6990 North Scottsdale Road Southwest corner of Scottsdale Road and Indian Bend Road

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1. INTRODUCTION

PROJECT HISTORY

On March 21st, 2017, the City of Scottsdale City Council approved a rezoning and Development Plan on 20-acres (Case No. 7-ZN-2016) to enable the development of the Palmeraie, a luxury, mixed-use development designed to maintain Scottsdale status as a world-class shopping and dining destination while complimenting the adjacent Ritz Carlton Paradise Valley. The project was divided into phases, with the south 11-acres (Phase I) planned for high-end, open air retail and shopping with some office uses. The north 9-acres (Phase II) would respond to market conditions and work in unison with Phase I to include additional retail, office, residential and hospitality uses. Phase I is currently underway. This application will enable Phase II to proceed.

LOCATION / CURRENT USE

The Palmeraie is located at 6990 North Scottsdale Road at the southwest corner of Scottsdale Road and Indian Bend Road, Assessor's Parcel No.174-56-001D and -002A (the "Property"). Totaling roughly 20 acres, the site is currently vacant and unimproved, with Phase I scheduled to being construction mid-2019. Immediately to the west of the Property is Paradise Valley jurisdiction where the Ritz Carlton Paradise Valley and associated developments are under construction. To the east is Scottsdale Road and the McCormick Stillman Railroad Park. To the North is Indian Bend Road and the Scottsdale Plaza Resort. To the south is a drive aisle (6750) and the Spectrum Office Center.

REQUEST

This application will amend the Development Plan to incorporate the planned Phase II improvements. These improvements are in complete conformance with the existing Planned Regional Center (PRC) zoning district and the Amended Development Standards for Enhanced Design as noted in Sec. 5.2608; this includes the permitted height, density, FAR, open space, setback and stepbacks. A Planned Shared Development Overlay (PSD) will also be processed concurrent with this application to enable the individual lots within the final development to function as one cohesive project. The existing Planned Regional Center (PRC) zoning designation and existing General Plan designation (Resort / Tourism) will not be changed by this application.

2. DEVELOPMENT PLAN

OVERALL CONCEPT

The Palmeraie is envisioned as a luxury, high-end, sustainable development which provides a unique connection between the new Ritz-Carlton resort in Paradise Valley and the City of Scottsdale. The master plan contemplates a holistic view of the property that reinforces the resort retail connection and preserves Scottsdale as the preferred high-end shopping destination in the Southwest. The development serves as a lifestyle destination and provides a high-quality project complete with hospitality, retail, fitness, office, various other commercial spaces and significant open space amenities. The landscape and outdoor spaces are carefully crafted to encourage and enhance the overall pedestrian experience.

PROJECT LAYOUT

Phase II consist of roughly 480,000 sqft of new residential, retail, restaurant, office and hospitality designed to work in unison with Phase I while complementing the distinctive, first-class architectural design. Phase II, like Phase I, conforms to and exceeds all setback requirements along Scottsdale Road, providing a vastly improved pedestrian and visual experience along Scottsdale's preeminent street. Phase II is separated from Phase I by an east-west internal drive aisle, yet the visitor can move seamlessly between the phases as they are connected through visual cues, pedestrian pathways, common landscape palette and hardscape materials. The major feature of Phase I is the centralized, north-south pedestrian plaza. This plaza leads directly into the lush courtyard of one of Phase II's marquee buildings (Building P), a mixed-use residential project with ground level retail / restaurant amenities. Additional north-south connections occur on either side of Building P. A new retail pad (Building T) is provided along Scottsdale Road, continuing the theme established by Phase I. Moving further north, two, new mixed-use buildings (Building S and Building U) will flank a grand courtyard space. Building S is a mixed-use hospitality project with ground level retail / restaurant amenities and Building U will be another office component. The majority of parking, similar to Phase I, is provided below grade.

SUSTAINABLE DESIGN STRATEGIES

The design of The Palmeraie site establishes a comprehensive and site-specific language used as our approach to sustainable development on the site and the diverse social, economic, and environmental issues facing this stunning desert setting. The site plan proposes a series of interconnected, publicly accessible interior streets and independent buildings as a sustainable modern community concept designed to grow and dynamically evolve over time. The Palmeraie was designed to be a dynamic center of activity and create nuanced areas for human interaction and engagement with the public. The vision includes sizing the blocks into a compact, walkable center, created to minimize vehicle use once present on the site.

Design standards within the master plan for the site include development standards for enhanced open space, Best Management Practices used as part of a comprehensive storm water mitigation and storm

water management plan, a sophisticated and comprehensive materials criterion including landscape materials and irrigation criteria, means and methods of construction, potable water savings and use standards, exterior site lighting standards, and energy consumption guidelines.

Substantial ecological buffers around both arterial and secondary access roads were included in the master plan and designed as integrated architectural features. The high-performance envelope design develops a unique facade language and the landscape concept includes a landscaped multi layered privet hedge on the east façade along Scottsdale Road. The bioclimatic forms will help with storm-water filtration, sound attenuation from Scottsdale Road into the site, and will passively cool the large façade by alleviating direct solar gain on the east facades of the buildings on this portion of the site.

The full project is designed around centralized plazas to facilitate passive cooling by promoting cross ventilation and the Venturi effect, as well as providing areas shaded by the buildings themselves. The commercial streets with west and east facades were minimized during the master planning process in order to alleviate direct solar gain and enhance the pedestrian experience.

Design standards for individual buildings include clerestory windows with light shelves, custom sunshades and shade canopies. Each canopy is individually designed by solar orientation for mitigating the effects of direct solar gains. The majority of parking is underground which helps obviate the urban heat island effect and limits the use of asphalt or other low albedo paving material. The project as whole exemplifies passive solar design.

Landscape design was integrated early in the project and includes mature shade trees selected to create lush shaded outdoor spaces. Desert adapted species and water features with recycled reclaimed water cool the central plaza, and shade provides comfort for pedestrians throughout the site.

The project offers public gathering areas, quiet areas of contemplation and active destinations. The proposed improvements, both public and private, leverage nearby tourism development in Paradise Valley and strengthen Scottsdale's reputation as a sustainable destination community connected to surrounding industries and opportunities.

MATERIALS

The Palmeraie material palette consists of warm contemporary materials used in an organic modern design. The project uses large format stone, patterned glass rainscreen façade systems, decorative perforated metal screen systems, GFRC panels, plaster, EIFS on high volumes, synthetic wood soffits, steel trellis canopies and lush landscaped layers of privet walls along Scottsdale Road created as a design feature along the east façade of the project. The project will also include design standards and design guidelines for the wide variety of storefront systems to be designed and installed by tenants.

Consistent with the resort retail concept, the integration of landscape is critical to the success and unique design concept of the Palmeraie. Courtyards and gardens have been added to further integrate the buildings and the landscape. Together, the courtyards and gardens serve as gathering areas and enhance the architectural interest of the project. The roof terraces and gardens are integrated into the

tenant improvement scope and landscape design guidelines for the tenant areas will be part of the Tenant Improvement Design Guidelines.

The required parking for the project will be housed within a two-level below grade parking garage, augmented with a small amount of diagonal surface parking interspersed with trees, flowers, shrubs and other groundcover and landscaping intended to keep the Palmeraie lushly landscaped and shaded for a comfortable pedestrian experience.

PARKING

The Palmeraie conforms to all City of Scottsdale parking requirements. The majority of the parking is provided in two-level, below grade parking structures. Building P has its own underground parking garage that serves the residential component. Building S will provide two-levels of architecturally integrated above ground parking. The site also provides limited angled and parallel surface parking on all internal streets and several drop-off areas to serve the public for an efficient and convenient flow of traffic. Valet will be prominently used.

LANDSCAPING

The streetscape design along Scottsdale Road utilizes existing design guidelines from the city, while incorporating a series of privet hedges, complimented by a lush palette of colorful shrubs and groundcover. Once inside the project, the palms transition into a grove of canopy trees that line both sides of all interior roads. These trees provide shade for pedestrians, as well as separation from the vehicular and pedestrian circulation. A centralized plaza will have formal landscaping lines and provide an enjoyable pedestrian connection to Indian Bend Road and Scottsdale Road.

RETAIL

Phase II of The Palmeraie will have roughly 42,000 sqft of luxury retail space along with roughly 20,000 sqft of food and beverage options. It is anticipated that all buildings within Phase II will have some form of ground level retail and/or restaurant element, creating a truly mixed-use project. The restaurant spaces will be curated to provide a mix of morning, lunch and evening options. The luxury retail will be curated to provide a variety goods and options.

OFFICE

The luxury office component in Phase II is located within Building U at the hard corner of Scottsdale Road and Indian Bend Road. The building is roughly 75,000 sqft in size and consists of roughly 48,000 sqft of high-quality, class-A office space and integratory merged with complimentary retail space.

PUBLIC REALM

The Palmeraie is organized around a main central plaza, focusing on the creation of a pedestrian environment. This plaza provides a pleasant retail experience to visitors and offers open space for the public, retail shops and restaurant patios. The central plaza will be a vibrant space with opportunities for open air events, music and arts festivals. Throughout the commercial streets, several smaller courtyards, gardens and pedestrian spaces will allow for a more intimate experiences, the opportunity for micro-climates and a variety of events.

As part of the overall site public space enhancement and as a key element of the artistic vision for the district, an architectural monument is included in the overall program for the district. The monument is designed and proposed as a signature art piece that serves as a visual and community amenity by defining the internal public open space. The architectural monument adds significantly to the sense of place and contributes to the hierarchy of built form within The Palmeraie by offering a sense of scale. The monument was designed with a relationship to the community's cultural and historical heritage and significantly heightens the experience of Palmeraie for both residents and visitors.

3. GENERAL PLAN CONFORMANCE

The General Plan Conceptual Land Use Map designates the Property as Resort/Tourism as well as being within the Southern Scottsdale Character Area Plan. These designations remain unchanged with this application and the project is in conformance numerous Goals and Approaches found in the General Plan.

CHARACTER & DESIGN GOALS AND APPROACHES

No. 1 - Determine the appropriateness of all development in terms of community goals, surrounding area character, and the specific context of the surrounding neighborhood.

- Respond to regional and citywide contexts with new and revitalized development in terms of:
- Scottsdale as a southwestern desert community.
- Scottsdale as a part of a large metropolitan area with a unique reputation, image, character, and identity within its regional setting.
- Relationships to surrounding land forms, land uses and transportation corridors.
- Contributions to city wide linkages of open space and activity zones.
- Consistently high community quality expectations.
- Physical scale relating to the human perception at different points of experience.
- Visual impacts (views, lighting, etc.) upon public settings and neighboring properties.
- Visual and accessibility connections and separations.
- Public buildings and facilities that demonstrate these concepts and "lead" by example.
- o In addition to the building articulations, the landscape design of The Palmeraie development is strongly rooted in the concept of 'oasis' in the desert southwest. Walls of green are created

through vines, hedged shrubs and pollarded tree canopies, creating a strongly formal yet soft and lush environment that is appropriate for pedestrian comfort in this urbanized area of Scottsdale.

- The Palmeraie will strengthen Scottsdale's relationship with the southwestern desert by encouraging an authentic outdoor experience. The exterior materials have been carefully selected to complement the surrounding landscape. While nearby landforms such as Camelback Mountain, Mummy Mountain and the McDowell Mountains have informed a considerable amount of the overall design, the Palmeraie will function as a component of the larger metropolitan area. These landforms provide stunning views from the property that root the project and its visitors in the southwestern desert. Neighboring communities will benefit from the amenities provided by this development and more distant patrons will find this development as a place of destination and activity.
- Located south of Indian Bend Road and east of Scottsdale Road, the proposed development is easily accessible by car or Valley Metro. Though the site is large, the human experience will be brought to scale through the use of proportionate street sections and a consistent tree canopy. The development will have a visual impact in the immediate area but will be at a similar scale of the neighboring buildings and developments due to the proposed building heights and screening along Scottsdale Road.
- Scottsdale Road is a primary transit route within the community and the adjacent uses (office, dining and hotel) indicate that in the future there may be a high number of pedestrians along the perimeter of the project. The use of 10' and 8' wide pathways provide ample walking widths. The pathway along Scottsdale Road is detached for safety and the pathways are lined with shade trees to provide pedestrian comfort.
- Enrich the lives of all Scottsdale citizens by promoting safe, attractive, and context compatible development.
- The Palmeraie enriches the lives of all Scottsdale citizens by providing proportionate street sections in which the pedestrian walkway is separated from vehicular movement by a consistent attractive tree canopy. This canopy serves as a buffer providing a safe experience to pedestrians. All pedestrian walkways are designed with safety in mind while providing an attractive environment and experience for visitors. Intersections throughout the site provide both a pedestrian path for crossing and lighting.
- Safety Crime Prevention through Environmental Design (CPTED) guidelines will be utilized in the design of the landscape. Low planting materials and canopy trees pruned to a minimum of 7' clearance adjacent to pathways will provide clear pedestrian visibility
- Encourage projects that are responsive to the natural environment, site conditions, and unique character of each area, while being responsive to people's needs.

- The Palmeraie responds to existing site conditions which inform views, building massing, scale and the pedestrian experience. Views to the surrounding landforms influenced many design decisions and root The Palmeraie to the surrounding character.
- Pedestrian comfort is central to the design of the landscape within The Palmeraie development.
 Large canopy shade trees are utilized within the interior streets and along perimeter pathways to provide substantial shade.
- Ensure that all development is a part of and contributes to the established or planned character of the area of the proposed location.
- The Resort Corridor consists of concentrations of major resort facilities along Scottsdale Road near Downtown. A variety of tourist accommodations, quality office, specialty retail, recreation uses including golf courses and tennis courts, employment, and compatible high amenity residential neighborhoods are all components.
- The Palmeraie is designed in conformance with the surrounding context and character. Per the General Plan, the site is located within the "Resort Corridor" Urban Character Type. The project will maintain and enhance this character with new, high-quality tourist accommodations including specialty retail and restaurants. Phase II also includes a compatible, high amenity residential component.

No. 2 - Review the design of all development proposals to foster quality design that enhances Scottsdale as a unique southwestern desert community.

- Recognize that Scottsdale's economic and environmental well-being depends a great deal upon
 the distinctive character and natural attractiveness of the community, which are based in part on
 good site planning and aesthetics in the design and development review process. These
 characteristics contribute substantially to the community's potential as a recreational resort area
 and regional trade center.
- The Palmeraie material palette consists of warm contemporary materials used in an organic modern design, including traditional materials used at the neighboring Ritz Carlton Resort. The project uses large format stone, patterned glass façade systems, decorative perforated metal screen systems, glass fiber reinforced concrete panels, venetian plaster, EIFS on high volumes only, synthetic wood soffits, steel trellis canopies and lush landscaped layers of privet walls on Scottsdale Road created as a design feature along the east façade of the project, abutting Scottsdale Road. The project will also include design standards and design guidelines for the wide variety of storefront systems to be designed and installed by tenants.
- Use the design and development review process to enrich the lives of all Scottsdale residents and visitors by promoting safe, attractive, and context compatible development.
- The Palmeraie enriches the lives of all Scottsdale citizens by providing proportionate street sections in which the pedestrian walkway is separated from vehicular movement by a consistent attractive tree canopy. This canopy serves as a buffer providing a safe experience to pedestrians.

All pedestrian walkways are designed with safety in mind while providing an attractive environment and experience for visitors. Intersections throughout the site provide both a pedestrian path for crossing and lighting.

- Promote development that respects and enhances the unique climate, topography, vegetation
 and historical context of Scottsdale's Sonoran Desert environment, all of which are considered
 amenities that help sustain our community and its quality of life.
- The Palmeraie will develop a sophisticated and rich landscape consistent with the high-end resort consumer expectations. The Palmeraie takes its name from Scottsdale's sister city Marrakesh, Morocco. The Sonoran Desert landscape defines Scottsdale as a unique desert oasis that few locales can match. The exterior of The Palmeraie draws upon the existing Scottsdale plant palette in order to seamlessly match the existing environment. Whereas the interior of The Palmeraie reinforces the aesthetic using plants which complement the current landscape found throughout the city, while also defining the Palmeraie as a high-end retail destination. This is accomplished through the use of ornate mature shade trees and colorful shrubs and groundcovers throughout the interior of the site, in addition to plants native to Scottsdale.
- Additionally, the planting design within the Scottsdale Road ROW will be in conformance with the 'resort corridor' character area as outlined in the Scottsdale Road Streetscape Design Guidelines, which includes several Sonoran Desert appropriate species.
- Promote, evaluate, and maintain the Scottsdale Sensitive Design Principles that when followed will help improve and reinforce the quality of design in our community.
- The Palmeraie follows and will enforce the Scottsdale Sensitive Design Principles. By following these principles, the project will be of high-quality design. These principles include constant consideration of the pedestrian experience, responding to the desert environment, quality lighting, signage and way-finding that brings character to the site and also aides in the pedestrian experience, and responding to existing environmental factors.

No. 4 – Encourage "streetscapes" for major roadways that promote the city's visual quality and character, and blend into the character of the surrounding area.

- Achieve compatibility between pedestrians and transportation routes in the Suburban areas of the city. Use of trees that are native and/or desert adapted and achieve a dense, broad, canopy is encouraged for the main theme of this streetscape type. Separation of pedestrians from traffic flow can be realized through the use of landscape areas and consideration of sidewalk alignment.
- Streetscapes throughout the project encourage a safe and attractive experience for visitors. The internal vehicular routes and pedestrian walkways are separated by a canopy of trees that provide ample shade and a buffer from traffic flow. Sidewalks are designed by varying pavement materials to aide in guiding pedestrians through the site. This includes linking Phase I with Phase II and further linking to the Paradise Valley improvements and the existing pedestrian connections along Scottsdale Road.

- Apply streetscape guidelines to all landscaped areas within the public right-of-way. Encourage
 the use of streetscape guidelines in areas between the right-of-way and building setback lines
 or perimeter walls.
- The exterior regions of The Palmeraie use the existing City of Scottsdale approved plant palette in order to seamlessly match the existing environment. Streetscape guidelines will apply to all landscaped areas within the public right-of-way.
- The landscaped areas on the interior of The Palmeraie reinforce the design aesthetic using a plant palette which complements the current landscape found throughout the city, while also defining The Palmeraie as a high-end retail destination. Landscape and Streetscape Guidelines, with a development wide plant palette, are under development, as well as Design Guidelines for the tenants.
- o In addition to the planting within the ROW along Scottsdale Road following the Scottsdale Road Streetscape Design Guidelines, the character of this design will extend to the building facades. Although additional plant material not included in the guidelines will be used within this zone, the plantings will be formal in style. Site walls and structures will utilize stone veneer and high-quality finish materials that match the adjacent buildings, appropriate for this resort corridor.
- Retain mature trees in public right-of-ways to preserve shade and the character of the street.
- Mature shade trees and colorful shrubs and groundcovers are used throughout the interior of the site in the proposed design. Mature trees in public right-of-ways are used for shade and to enhance the character of the street.
- Currently, there are no mature canopy trees behind the curb along this section of Scottsdale Road. All trees in this area have been inventoried and evaluated for re-use where appropriate within the development. There are a couple of mature Palo Verde trees, but the majority of the trees have a low canopy, and are thorny, so would not be appropriate for the formalized planting and shade required for this area. It is our opinion, trying to utilize the few existing trees within the frontage would be detrimental to other goals outlined within this narrative, and also not in compliance with the resort character area as outlined in the Scottsdale Road Streetscape Design Guidelines.
- Use markers and entry features at key entrances to Scottsdale so that residents and visitors have a sense of arrival into the city.
- The Palmeraie will have monument signage at all main vehicular entrances so that residents and visitors have a sense of arrival into the project; Scottsdale Road entrance, Indian Bend Road and Spectrum Drive.

- Make sure streetlights are consistent with the intensity of adjacent land uses and the image of Scottsdale. In some areas of the city, special streetlight design should be used to enhance the unique character of the streetscape.
- Streetlights will be consistent with adjacent land uses and streetlight design shall be carefully considered to enhance the character of the project if necessary.
- Place streetlights at intervals and locations to enhance safety.
- Streetlights are strategically placed by at all internal intersections to enhance safety of both pedestrians and vehicles alike and at external drives streetlights are placed by traffic engineers.

No. 5 — Build upon the significant role the arts have played in shaping our community's image and lifestyle by maximizing the potential of public art to enrich the daily lives of people that live in or visit Scottsdale.

- Encourage private participation in public art through the donation of artwork to the city and the placement of artwork on private property that can be publicly viewed.
- Public artwork is not provided nor required with this application. Artwork within the common areas may be considered in the future and the project may have a freestanding ornamental monumental or other distinguishable feature. The project will also feature distinguishing and iconic architectural building and elements.
- Celebrate the dominant life style or character of an area of the city by using art.
- Public artwork is not provided. As previously mentioned, the project will feature distinguishing architectural elements such as the iconic freestanding ornamental monument. The project will also incorporate art into the central courtyard areas and will host food and art festivals and events in the central gathering areas.
- No. 6 Recognize the value and visual significance that landscaping has upon the character of the community and maintain standards that result in substantial, mature landscaping that reinforces the character of the city.
- Require substantial landscaping be provided as part of new development or redevelopment.
- The proposed landscape design at The Palmeraie features a series of date palms that line the perimeter and entry roads serving as a major focal point, creating a sense of place. The streetscape design along Scottsdale Road utilizes existing design guidelines from the city, while incorporating a series of privet hedges, complimented by a lush palette of colorful shrubs and groundcover. Once inside the project, the palms transition into a grove of canopy trees that line both sides of all interior roads. Mature landscaping will be critical to the success of creating The Palmeraie brand. The central plaza at the core of the project re-introduces palm trees as a design theme and shade trees which are used as a source of shade for the large gathering spaces at the core of the project. The Palmeraie's landscape design makes a seamless connection between the Ritz-Carlton to The Palmeraie.

- O As noted previously, the character of the landscape is intended to create an oasis within the Sonoran Desert, through a relatively high density of formalized plantings and layered massing of green hedges and columnar trees. The goal of the design is to provide a structured and articulated 'green wall' that responds to the architecture, while also softening its massing. While the plantings will be dense in places, the plants will be appropriately spaced to minimize maintenance due to overcrowding and shearing. The plant material within the ROW of Scottsdale Road will be in compliance with the Scottsdale Road Streetscape Design Guidelines and the plantings between the ROW and building facades will blend with this character area through the same formal massing and high-quality site furnishings, while also adding additional plant species.
- Maintain the landscaping materials and pattern within a character area.
- The proposed landscape at The Palmeraie looks to the surrounding environment of Scottsdale to dictate the character of the plant palette. The large mature palms to be used at the perimeter will match those already used throughout Scottsdale, while also defining The Palmeraie as a future landmark in the Scottsdale landscape.
- Encourage the use of landscaping to reduce the effects of heat and glare on buildings and pedestrian areas as well as contribute toward better air quality.
- The dense tree canopy cover reduces the amount of heat and provides ample shade to pedestrians below. The central plaza at the core of the project provides both shade trees and palms for a cooled are for visitors to relax. The central plaza also introduces the cooling effect from water by providing a water scrim and koi pond. The buildings incorporate deep overhangs and canopies that aid in providing shade and reducing glare on the buildings.
- Lush plantings, appropriate use of turf, and limited bare decomposed granite areas will all add to
 the evapotranspiration rate within this microclimate, and aid in the reduction of the heat island
 effect along the perimeter of the project. Additionally, plant massing and green vegetative 'walls'
 along the building facades will reduce glare and reflected heat.
- Discourage plant materials that contribute substantial air-borne pollen.
- The Palmeraie landscape palette does not include plant materials that are known to cause significant allergens or create substantial air borne pollen.
- Encourage landscape designs that promote water conservation, safe public settings, erosion protection, and reduce the "urban heat island" effect.
- The landscape design at The Palmeraie features mature shade trees selected to create lush shaded outdoor spaces. Desert adapted species and water features with recycled reclaimed water cool the central plaza, and shade provides comfort for pedestrians throughout the site. The

landscape plant palette promotes water conservation, safe public settings, and erosion protection.

- O In addition to the heat reduction qualities of the design, desert adapted and low water use plants that are lush in appearance will be central to the design of the landscape. Water conservation strategies will be utilized within the irrigation design to ensure the water use is seasonally adjusted and responsive to the climate. The grading within the landscape areas will be subtle and soft to reduce focused stormwater flow and prevent erosion.
- The majority of parking will be located in below grade parking garages. Providing the vast majority of parking underground obviates the urban heat island effect and limiting the use of asphalt for surface parking and limiting the use of other low albedo paving materials also keeps the project from contributing to the urban heat island effect. High albedo paving materials and hardscape materials will be specified and used onsite. The use of high albedo materials means more solar energy will be reflected and less heat absorbed, resulting in cooler temperatures on surface materials and less reflected heat into the local area.
- Encourage the retention of mature landscape plant materials.
- O Any mature native landscape plant materials found will be recovered and salvaged in accordance with the City of Scottsdale's Native Plant Ordinance, including cacti which are three (3) feet or greater in height and trees which are four (4) inches or greater in caliper and listed in the City's Protected Native Plants list. The landscape palette had been designed to respond to the architectural design as well as the climate. Only plant materials that are appropriate have been selected and specified.

No. 7 - Encourage sensitive outdoor lighting that reflects the needs and character of different parts of the city.

- Establish lighting standards that relate to the ambient lighting designations contained within the 2000 I.E.S. standards revisions.
- Outdoor lighting standards will be included in the Design Guidelines and will be sensitive to the needs and character of the area around the development. Lighting standards will relate to the ambient lighting designations contained within the 2000 I.E.S. standards revisions.
- Encourage lighting designs that minimize glare and lighting intrusions into neighborhood settings.
- Lighting is all internal to the project therefore there are no intrusions into neighborhood settings.
- Encourage creative and high-quality designs for outdoor lighting fixtures and standards that reflect the character of the local context.

- The Palmeraie will conform to the City of Scottsdale's lighting design standards. The lighting will vary and be appropriately used from the Scottsdale Road frontage, to the interior of the project, to the residential interphase along Paradise Valley. The outdoor lighting fixtures are modern in style which compliments the architecture. The buildings are cladded in perforated metal screens and glass and backlit to enhance the ambiance of the project. The light will transition from the Ritz-Carlton Resort to The Palmeraie in a consistent and continuous manner.
- Discourage lighting that reduces the visibility of astronomical observation facilities within Arizona.
- Lighting that reduces the visibility of astronomical observation facilities within Arizona is discouraged.
- Allow for lighting systems that support active pedestrian uses and contribute to public safety.
- All lighting throughout the project contributes to public safety by strategic placement or streetlights at intersections and bollards along the pedestrian walkways. A well-lit environment is crucial to he Palmeraie experience.

LAND USE GOALS AND APPROACHES

- No. 1 Recognize Scottsdale's role as a major regional economic and cultural center, featuring business, tourism, and cultural activities.
- Promote land uses that accommodate destination resorts along with the recreation, retail, residential, and cultural uses that support tourism activity and sustain a resort-like lifestyle.
- The project is perfectly aligned with the General Plan Goal and Approach and will help maintain Scottsdale's role as a major regional economic and cultural center. The Palmeraie will provide world class retail and recreational uses in an open-air, resort-like lifestyle setting. The project will be a destination for locals and tourists alike, whether shopping or simply enjoying the abundance of open space and courtyards. Phase II continues what Phase I began by providing additional retail as well as residential, hotel and class-A office space to further sustain the mix of uses.
- No. 2 Coordinate land uses affecting regional networks (mobility, economic, and open space) with adjacent jurisdictions to maintain the integrity and efficiency of each network.
- Work with adjacent jurisdictions to understand the dynamics of the emerging and redeveloping areas on the borders of Scottsdale.
- The Applicant has worked closely with the adjacent jurisdiction of Paradise Valley and will continue to do so throughout the development process. It is imperative that the Ritz Carlton and The Palmeraie work in unison from a planning perspective to ensure efficiency of development resources and coordinated mobility. One example of this coordinated effort is the two-level underground garage in Phase I that will service The Palmeraie. The garage spans the jurisdictional line between Scottsdale and Paradise Valley to ensure convenient parking options for visitors.

- No. 4 Maintain a balance of land uses that support a high quality of life, a diverse mixture of housing and leisure opportunities and the economic base needed to secure resources to support the community.
- Support jobs/housing balance by integrating housing, employment, and supporting infrastructure in mixed-use centers located at appropriate locations.
- o The Palmeraie project, especially Phase II, provides integrated housing, employment and supporting infrastructure in a mixed-use setting. The project furthers the desired diversity of housing and leisure opportunities. The retail / restaurant component provides leisure opportunities while also providing employment opportunities, as does the new, class-A office building. The residential component fills a very high-end segment of the residential market.
- No. 5 Development land use patterns that are compatible with and support a variety of mobility opportunities / choices and service provisions.
- Provide a balance of live, work, and play land uses and development intensities that enable convenient non-automotive trips where environmentally and physically feasible.
- o The Palmeraie and associated Ritz Carlton developments are in many ways a small town within the City. The vertically and horizontally mixed-use nature of the overall developments and proximity to other uses enables convenient, non-automotive trips. Guests at the hotels will walk to the retail and restaurant uses. Office workers can conveniently walk to lunch or afterwork establishments. The project provides the desired live / work / plan land uses.
- No. 7 Sensitively integrate land uses into the surrounding physical and natural environments, the neighborhood setting, and the neighborhood itself.
- Focus intense land uses along major transportation networks (such as the Pima Freeway and major arterial streets) and in urban centers (such as Downtown and the Airpark). Less intense land uses should be located within more environmentally sensitive lands.
- The proposal's land use is ideally situated along a major arterial; Scottsdale Road. The Palmeraie also abuts Indian Bend Road which provides direct access to the Loop 101 Freeway. The location of this use, on a long-unimproved site, along a major arterial is preferred in lieu of pushing this preferred land use to other, less accommodating and more environmentally sensitive areas.

ECONOMIC VITALITY GOALS & APPROACHES

- No. 1 Sustain and strengthen Scottsdale's position as a premier international and national tourism destination and resort community.
 - Enhance Scottsdale's tourism support services including fine dining, specialty retail, and entertainment.
 - Preserve and enhance the tourist's ability to travel easily to different destinations throughout the city. Promote the Transportation Center, trolley system, bike rental, and pedestrian connections, etc.

The Palmeraie will sustain and strengthen Scottsdale's position as a premier international and national tourism destination. The specialty retail and fine dining, along with the open-air courtyards and semi-public spaces will not only serve as a support service for the nearby resorts but will also become a destination in their own right. The prominent location of The Palmeraie along Scottsdale Road and the new pedestrian linkages it will create to adjacent properties will ensure convenient and easy travel options for tourists. Guests at the Scottsdale Plaza Resort are just a short walk away, as is the McCormick-Stillman Railroad Park to the east.

No. 2 - Encourage and maintain a high level of diverse, quality retail and entertainment activity in Scottsdale that supports the needs of Scottsdale's residents and visitors.

- Encourage the location of new, high quality, regionally oriented retail activities in Scottsdale.

 New retail activity should focus on unique and diverse retail adventures.
- The Palmeraie will introduce several new, one-of-a-kind and diverse luxury retailers to Scottsdale. These retailers will bring their own unique retail experiences which collectively enhance the overall vision of The Palmeraie as a luxury oasis within the desert. It will be an environment unlike any other in which locals and visitors can embrace new activities within their own community.
- Maintain a strong, aggressive position in dealing with bringing new, high quality retail and entertainment experiences to the community.
- The Palmeraie will offer world class designer boutiques and dining options organized around walkable open-air plazas with lush landscaping, an abundance of shade and key water features.
 The overall experience will be unique to Scottsdale and the Valley and will support the needs of residents and visitors alike.

No. 3 - Encourage and support a diversity of businesses that contribute to Scottsdale's sales and property tax base so that needed infrastructure, physical amenities, services, and the expansion of such services are provided.

- Diversify Scottsdale's business and retail community so it includes a variety of business types as well as a variety of business scales and sizes.
- Promote Scottsdale as a diverse shopping and entertainment destination.
- The Palmeraie will once again solidify Scottsdale as a premiere shopping and entertainment designation. Phase II will add over 42,000 sqft of new and unique retail along with 20,000 sqft of dining options, both working in conjunction with Phase I retail and dining options. The project will expand Scottsdale's sales tax base to ensure that the City can continue to provide vital services for residents.

COMMUNITY MOBILITY GOALS AND APPROACHES

No. 8 - Emphasize live, work, and play land use relationships to optimize the use of citywide systems and reduce the strain on regional and local/neighborhood systems.

- Enhance Encourage the development or redevelopment of areas that support a balance of live, work and play land use relationships and alternative modes of transportation that reduce the reliance on the automobile.
- Encourage, where appropriate, mixed use developments that physically incorporate residential, shopping and work environments within one area or project and place strong emphasis on connectivity with non-motorized access (pedestrian oriented development)
- The Palmeraie represents a 20-acre mixed-use development that will encourage a "park once" mentality. The project provides retail, dining, office, residential and hotel uses in a compact, walkable environment. The project is a true live/work/play development. The comfortable shaded outdoor plazas, courtyards and pedestrian connections will encourage non-motorized trips both within the site and to nearby and connecting properties.

4. SOUTHERN SCOTTSDALE CHARACTER AREA CONFORMANCE

The project is located at the northwest tip of Southern Scottsdale Character Area Plan, along the Resort Corridor. The Resort Corridor exists along N. Scottsdale Road between E. Highland Drive and E. Indian Bend Road. As per the plan, this corridor contains a mix of land use classifications that support, maintain, enhance and expand hospitality/tourism land uses in Southern Scottsdale. The project is in conformance with numerous provisions of the Character Area plan, including some standards outlined below:

LAND USE, GROWTH & ACTIVITY GOALS AND POLICIES (LU)

LU No. 4 - Preserve, enhance and expand the resort, hotel, retail and tourism land uses along the resort corridor in Southern Scottsdale.

- Promote reinvestment and revitalization along the Resort Corridor to sustain a mix of land uses that complement the area's tourism and hospitality activities.
- The project is perfectly aligned with this goal and policy. Currently, the vacant Property represents a glaring gap in the Resort Corridor. This project will fill that gap with a high-end retail and tourism-attracting land use that works in conjunction with the existing resort and hotel uses as well as the forthcoming Ritz Carlton. The project will help reinvigorate and enhance this section of the Resort Corridor for years to come.

CHARACTER & DESIGN GOALS AND POLICIES (CD)

CD No. 10 – Provide public art to create exciting and attractive public spaces that are used and enjoyed by Southern Scottsdale residents, workers, and visitors.

- Enhance the quality of life of Southern Scottsdale residents by increasing their access to the visual arts and create a more aesthetically-pleasing urban environment.
- Support the creation of exciting, appealing, and harmonious public spaces by integrating architecture, design, public art, and the planning of infrastructure at the earliest design stage.

The Palmeraie courtyards and pedestrian gathering areas are designed in such a manner to enable
the integration of high-quality architecture, design and artwork. The water features, shade
canopies and distinct building designs will create a visually attractive and enjoyable space for
residents and visitors to enjoy. The project will also employ an iconic architectural freestanding
ornamental monument.

PUBLIC SERVICES & FACILITIES GOALS AND POLICIES (PSF)

PSF No. 3 – Plan and provide for Southern Scottsdale's existing and future infrastructure needs.

- Encourage both the private and public sectors to underground existing and new 69kV and lower voltage power lines throughout Southern Scottsdale, where feasible.
- At significant expense, the project will look to underground the existing 69kv lines which run along Scottsdale Road. APS is requiring a 30ft utility easement for continued access to these lines. These improvements are a part of Phase I.

5. PLANNED REGIONAL CENTER CONFORMANCE

As noted in Ordinance Section 5.2600, the purpose of the Planned Regional Center District (PRC) is "to provide for regional shopping, business, and residential uses within a planned center serving a broad region." Additionally, the PRC, "...should be pedestrian oriented with complementary mixed uses that are carefully interrelated by the site design." The project concept and program are perfectly aligned with this stated purpose. The Palmeraie will provide regional shopping and business opportunities in a highly designed, mixed-use setting. The project layout places an emphasis on pedestrian comfort and orientation.

Additionally, the project is in conformance with all of the applicable development standards of the PRC district, including the Amended Development Standards for Enhanced Design. This includes FAR, density, building height, open space, setbacks and stepbacks.

AMENDED DEVELOPMENT STANDARDS FOR ENHANCED DESIGN

The Palmeraie complies with all requirements stated in Sec. 5.2608 – Amended Development Standards for Enhanced Design. As noted, its purpose is "to encourage sensitivity to site conditions and provide flexibility in planning." The Amended Development Standards are applied to the Phase II portion of the site. The overall Development Plan has a floor area ratio of 0.98 which conforms to the maximum 1.0 requirement. The Amended Development Standards allow a maximum building height of 90'-0", including rooftop appurtenances. Building P is the tallest building in Phase II, measuring a building height of 89'-0", including rooftop appurtenances and centrally located on the site. Due to its centralized location, the building height allowed in the Amended Development Standards is not intrusive to the surrounding area. Phase II is a vertically integrated mixed-use development. Minimum five (5) percent of the total gross floor areas are non-density based uses and minimum twenty (20) percent of density based uses. An additional five (5) percent of open space has been accommodated in the lush courtyard of one of Phase II's marquee buildings (Building P), which connects to the Phase I centralized, north-

south pedestrian plaza. Phase 2 building massing at the perimeter of the site along Scottsdale Road and Indian Bend Road conforms to all stepback requirements. Building P has an underground parking garage that is integrated into the building. An underground parking garage spans beneath Building S and U while also integrated with the mixed-use buildings above. Building S has two-levels of above grade parking that is screened through the use of architecturally integrated materials so that it is fully concealed from the public view. Phase II will be in compliance with Scottsdale's Green Building Program. As outlined throughout this narrative, The Palmeraie contributes to the future continuity of character area design concepts, corridor design guidelines and all other City design policies.

6. PLANNED SHARED DEVELOPMENT OVERLAY CONFORMANCE

The purpose of the PSD District if to provide opportunity for the application of development standards across a full development site, as opposed to applying the standards to each individual lots, tracts or parcels within the overall development. This enables separate lots to function as one cohesive development for a more connected and viable project. The PSD requires a minimum of five (5) acres and may be used in conjunction with all mixed-use and commercial zoning districts. The PSD district is ideal for the proposed project. The mix of uses proposed within the project and the overall site layout can work in unison with other project components for a more viable and experientially enjoyable project.

7. CONCLUSION

As outlined in this narrative and as seen in the application exhibits, the proposal meets and exceeds numerous stated goals of the General Plan, the Southern Scottsdale Character Area Plan, the Planned Regional Center ordinance along with the Amended Development Standards for Enhanced Design and the Planned Shared Development Overlay. The project is fully in-line with the previous approvals granted in 2016 and adheres to all applicable development standards of the PRC zoning district. Phase II, like Phase I, will deliver an iconic project that helps maintain Scottsdale's status as a word class shopping, dining and tourist destination, while also providing employment and living opportunities.

Thank you